

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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BRADFORD BODINE,

Plaintiff,

v.

CANACCORD GENUITY INC. and
DANIEL DAVIAU, in his personal and
professional capacities,

Defendants.
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Civil Action No.: 15-cv-3019

**DECLARATION OF
SCOTT G. GRUBIN**

I, Scott G. Grubin, pursuant to 28 U.S.C. §1746, declare and state as follows:

1. I am Of Counsel to the law firm Wigdor LLP, attorneys for Plaintiff Bradford Bodine in the above-captioned matter. I have personal knowledge of the facts set forth herein and submit this declaration in opposition to Defendants' partial motion to dismiss and to strike.

2. Attached hereto as **Exhibit 1** is a true and correct copy of the Complaint filed on May 13, 2015.

3. Attached hereto as **Exhibit 2** is a true and correct copy of the December 2, 2015 Deposition of Daniel Daviau ("Daviau Dep.").

4. Attached hereto as **Exhibit 3** is a true and correct copy of the Canaccord Genuity Group, Inc. Notice of Meeting and Management Information Circular, dated June 8, 2015.

5. Attached hereto as **Exhibit 4** is a true and correct copy Canaccord Genuity Group Inc. Annual Information Forum for the Fiscal Year ended March 31, 2015, dated June 26, 2015.

6. Attached hereto as **Exhibit 5** is a true and correct copy of the April 2, 2015 Statement from the Board of Directors of Canaccord Genuity Group Inc.

7. Attached hereto as **Exhibit 6** is a true and correct copy of the September 16, 2015 Declaration of Bradford Bodine (“Bodine Decl.”).

8. Attached hereto as **Exhibit 7** is a true and correct copy of Defendant Canaccord Genuity Inc.’s Responses to Plaintiff’s First Set of Limited Interrogatories.

9. Attached hereto as **Exhibit 8** is a true and correct copy of the Canaccord Genuity Group, Inc.’s Executive Team section from Canaccord Genuity Group’s website.

10. Attached hereto as **Exhibit 9** is a true and correct copy of the February 1, 2015 press release, “Canaccord Genuity Announces Workforce Reduction in its Global Capital Markets Business.”

11. Attached hereto as **Exhibit 10** is a true and correct copy of Canaccord Genuity Inc.’s January 22, 2015 Board of Directors Meeting.

12. Attached hereto as **Exhibit 11** is a true and correct copy of Defendants’ Answers of Daniel Daviau to Two Supplemental Questions, executed on December 9, 2015.

13. Attached hereto as **Exhibit 12** is a true and correct copy of Canaccord Genuity Inc.’s May 21, 2015 Board of Directors Meeting.

14. Attached hereto as **Exhibit 13** is a true and correct copy of Canaccord Genuity Inc.’s May 21, 2015 Audit Committee of the Board of Directors Meeting.

15. Attached hereto as **Exhibit 14** is a true and correct copy of the outlook calendar of Mr. Daviau along with a compilation performed by Plaintiff’s counsel that attempts to identify the days Mr. Daviau was in New York (red), Canada (green), and other/unknown (yellow).

16. Attached hereto as **Exhibit 15** is a true and correct copy of the September 11, 2015 article, “Canaccord Genuity Group Inc. names Dan Daviau President and Chief Executive Officer” from Canaccord Genuity Group’s website.

17. Attached hereto as **Exhibit 16** is a true and correct copy of Defendants' Memorandum of Law in Support of Defendants' Motion to Dismiss the Complaint Under Fed. R. Civ. P. 12(b)(1) and 12(b)(6), filed via ECF on August 14, 2015 and assigned Dkt. No. 17.

18. Attached hereto as **Exhibit 17** is a true and correct copy of the August 14, 2015 Declaration of Andrew Viles, filed via ECF on August 14, 2015 and assigned Dkt. No. 19.

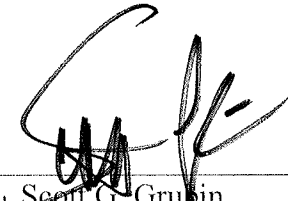
19. Attached hereto as **Exhibit 18** is a true and correct copy of the Department of Labor regulations for NYLL § 193, 12 N.Y.C.R.R. Part 195, Deductions from Wages.

20. Attached hereto as **Exhibit 19** is a true and correct copy of the May 27, 2014 Loan Agreement between Defendant Canaccord Genuity Inc. and Plaintiff Bradford Bodine.

21. Attached hereto as **Exhibit 20** is a true and correct copy of the Declaration of Ariella Feingold, filed via ECF on August 14, 2015 and assigned Dkt. No. 18.

22. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: December 18, 2015
New York, New York



Scott G. Grubin